

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

|                           |   |                              |
|---------------------------|---|------------------------------|
| UNITED STATES OF AMERICA, | ) |                              |
| Plaintiff                 | ) |                              |
|                           | ) | Case No. 16-CR-20810-04      |
| v.                        | ) |                              |
|                           | ) | Honorable George Caram Steeh |
| TAKATA CORPORATION,       | ) |                              |
| Defendant.                | ) |                              |
|                           |   |                              |

**ORDER GRANTING SPECIAL MASTER’S REQUEST  
FOR APPROVAL OF REVISED PAYMENT PROCEDURES  
FOR CERTAIN CONSENTING OEMS IN RESPECT OF THE  
OEM RESTITUTION OBLIGATIONS OF TAKATA CORPORATION**

Upon the request of Eric D. Green in his capacity as Special Master, with the consent of Takata, the Department of Justice, the leadership of the Consenting OEM group, and the Purchaser, for approval of the revised procedures for the payment of amounts allocated to the RMB Consenting OEMs<sup>1</sup> from the \$850 million in restitution (the “OEM Restitution Amount”) directed to automobile manufacturers (“OEMs”) who purchased PSAN airbag inflators from Takata Corporation (“Takata”) and/or its affiliates and subsidiaries;

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the *Special Master’s Request for Approval of Revised Payment Procedures for Certain Consenting OEMs in Respect of the OEM Restitution Obligations of Takata Corporation* (Doc. 83) (the “Revised Payment Procedures Request”).

**IT IS HEREBY ORDERED** that:

1. The Revised Payment Procedures Request (Doc. 83) is hereby approved.
2. The substitution of Ningbo Joyson Safety Systems Co., Ltd. as paying agent for the OEM Restitution Amount allocated to the Consenting OEMs being paid in Renminbi is hereby approved.
3. The Shanghai Escrow and Paying Agent Agreement Amendment (Doc. 83, Exhibit B) (the “Amendment”) is hereby approved.
4. The allocable portion of the \$850 million in restitution shall be paid and distributed to the Consenting OEMs who signed the Distribution Agreement and agreed to be bound thereby, the Amendment (if applicable), and provided wire instructions, in accordance with the terms of the Agreements and as set forth in the Revised Payment Procedures Request.
5. Any conflicting terms of the Allocation and Distribution Order, Plea Agreement, Restitution Order, Appointment Order, Trust Agreement or any other prior Court order in this action regarding the payment or distribution of the \$850 million in restitution to the Consenting OEMs shall be modified pursuant to and superseded by this Order.
6. To the extent that there are any errors in the wiring instructions set forth in the Distribution Agreement or other immaterial errors in the Agreements, the

Special Master is authorized to take such action as necessary to ensure that each Consenting OEM that signed the Distribution Agreement and has agreed to be bound thereby, the Amendment (if applicable), and provided wire instructions, in accordance with the terms of the Agreements and as set forth in the Revised Payment Procedures Request, receives its allocated portion of the OEM Restitution Amount without further order of this Court.

7. Consistent with the terms of the Plea Agreement, Restitution Order, and Appointment Order, Takata shall be liable for the legal fees and expenses incurred by the Special Master prior to the closing in connection with the Revised Payment Procedures Request.

8. The entry into and compliance with the Agreements by the Special Master and his professionals complies with and fully satisfies the Special Master's obligations under the Court's prior orders in this action with regard to the \$850 million OEM Restitution Amount. For the avoidance of doubt, upon an OEM's receipt of funds, the Special Master's and his agent's responsibilities and obligations in connection with the payment of the OEM Restitution Amount allocated to such OEM shall be discharged in full, and the Special Master and his agents and professionals shall be released from any liability, claim or loss to such OEM.

9. This Court retains jurisdiction over all matters covered by, or related to, this Order.

So ordered.

Dated: April 9, 2018

s/George Caram Steeh  
GEORGE CARAM STEEH  
UNITED STATES DISTRICT JUDGE

CERTIFICATE OF SERVICE

Copies of this Order were served upon attorneys of record  
On April 9, 2018 by electronic and/or ordinary mail.

s/Marcia Beauchemin  
Deputy Clerk